

EXHIBIT 13
PUBLIC REDACTED VERSION

Draft WIP: Discussion only

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Google Drive

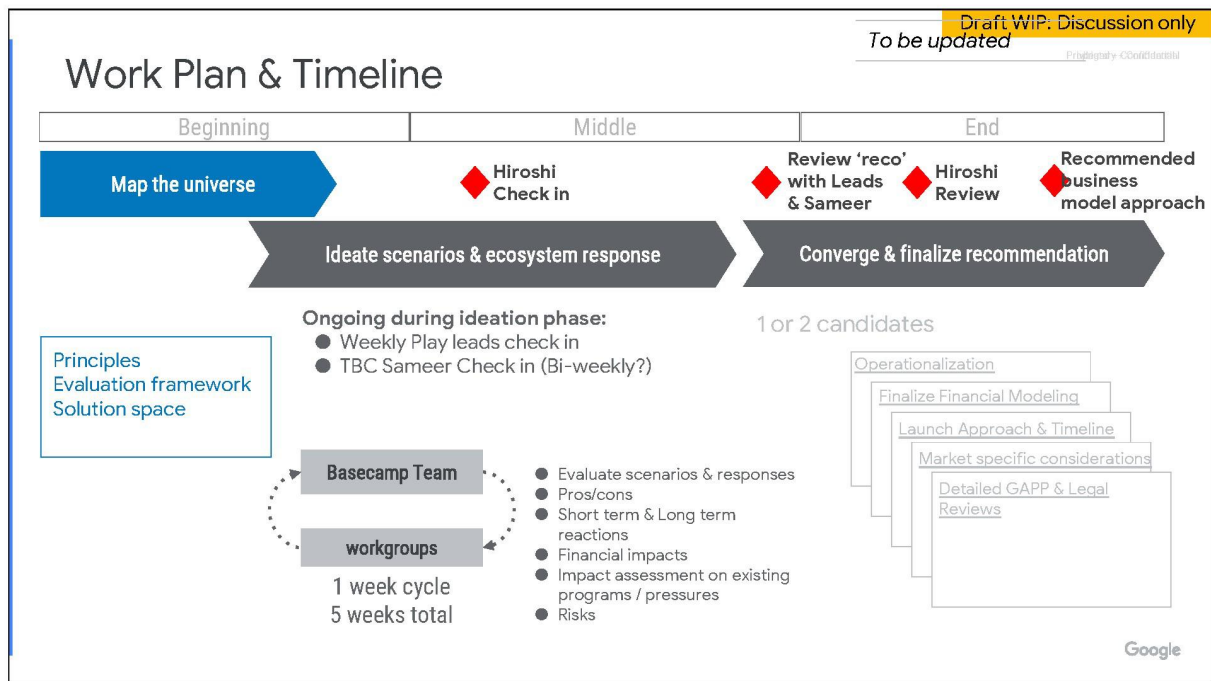
Deprecated

STRICTLY CONFIDENTIAL: DO NOT SHARE

Project Everest - Ramp up doc

Working document

DRAFT for discussion (WIP)



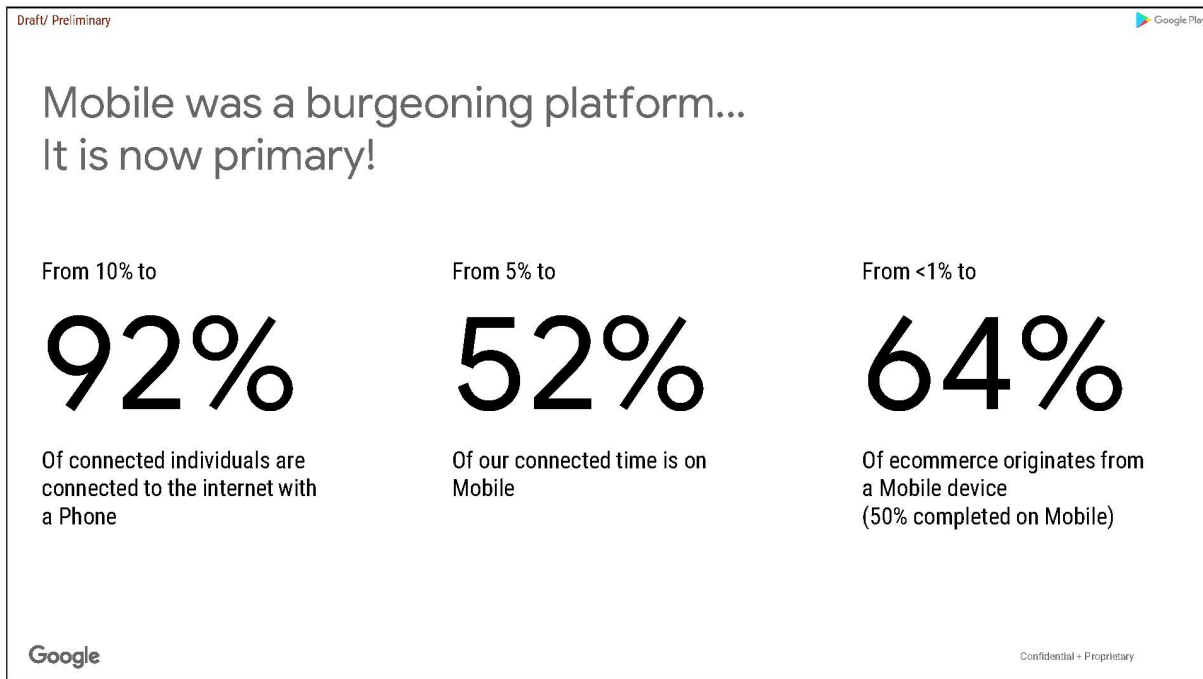
Play Business Model Principles			Draft WIP: Discussion only
			Proprietary & Confidential
			<u>Evaluation metrics</u>
USERS	1. Maximize value created for users. Everything we can do to reduce friction, increase trust and grow the overall pie created on our Platform is the <u>unquestioned #1 priority</u> .	Active users/buyers, usage/purchases	
DEVELOPERS	2. Devs pay equitably for what they receive. We need to align our business model around what delivers value for developers, and even charge dynamically for that value. Also we need to ensure we don't have free riders.	# of devs adopting, DSAT	
GOOGLE	3. Users & Devs benefit when Play has a commercial interest. Play has invested in and enabled digital content growth over the past 12 years. We should be aiming to expand areas of commercial growth.	Absolute margin contribution	
Is there a 4th one on regulatory?			Google

Notes:

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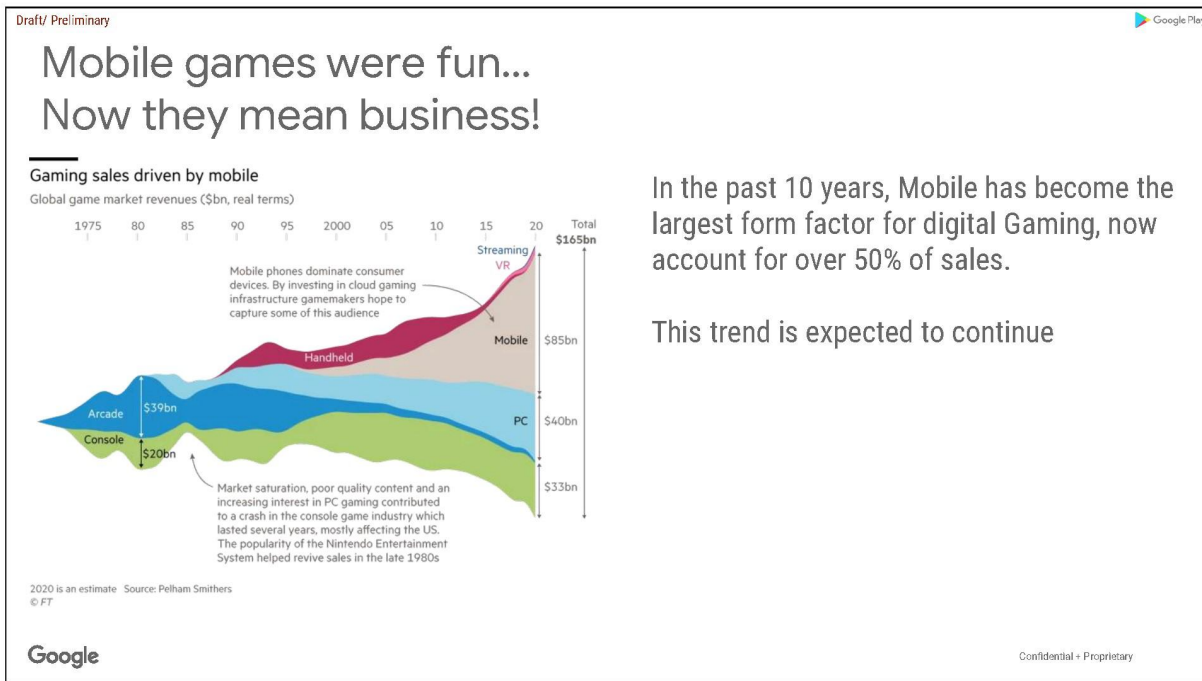
The world has changed since Play's
business model was set





<https://www.slideshare.net/DataReportal/digital-2021-april-global-statshot-report-v01>

https://docs.google.com/presentation/d/1kIERinZR9W7MeoqiXXazWbaf6gqC-DQapzxQz589mno/edit#slide=id.ga04164a408_0_5651



Financial Time/Pelham Smithers

Draft/ Preliminary

Google Play

To date, macro trends have favored Play. Future looks different

Macro trends	From	To	Risks to Google Play
Digitalization of everything	Digital gaining share over physical	Digitalization of access to physical	Loss of scale as digital only marginalized (e.g. Uber 2x Play's GMV, Amazon 5x)
Everyone is connected	Mobile first	Multi-screen and seamless	Loss of higher value users to iOS (or other more integrated players)
Successful developers...	...are small and growing user base	...are large and optimizing share of wallet	Fewer symbiotic relationships Super Apps
Globalization	Scale and productivity	Value transfer / sovereignty concerns	Regulatory

Google

COVID-19 crisis acting as accelerator

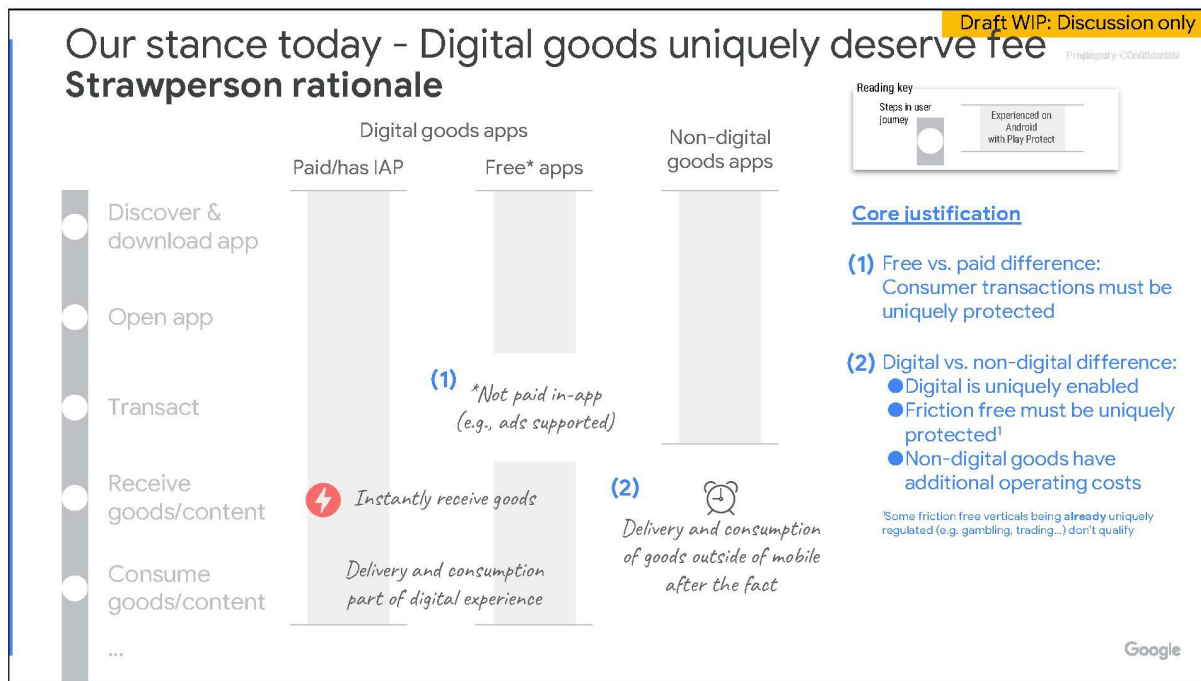
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Other resources:
go/hello

Proprietary - Confidential

Play's Business Model Stance Today





Liability and value, consume and sold on platform so platform value is really high, we create the market. Most of the value deliver occurs outside after we make the connection (role of platform is limited)

Value and consumer protection

Why only digital goods? (public talking points)

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Play Billing is an integral part of Play:

- We require Play Billing for Digital Goods because it's good for users.
 - To enable an easy, trusted, secure user experience for Play users
 - To enable active & friction-free participation in Play marketing & promotional campaigns
 - Users expect us to ensure safe digital transactions.
- Play Billing is good for developers.
 - We don't make money unless they do
 - Developers can easily make their products available to ~2B+ users globally, benefiting from Play's long-term investment in monetization features - including FOPs like DCB and gift cards
 - We invest in a whole slew of monetization features like, Play Points, pre-reg, marketing and promotional programs, which we make available.
 - Helps fund the entire ecosystem - Play, Android, Partners

We treat digital goods differently:

- Android & Google Play's mobile ecosystem investment has **given rise to entirely new** digital-only businesses
 - We are **uniquely able** and **expected** to ensure a safe, secure & trusted environment **when the entirety of a user's purchase and use of that purchase** happens on their **Android phone**
 - We invest to enable **many features uniquely catering** to these apps (e.g., subscription platform, pre-reg/live-ops/games support, buyer programs, etc.)
- Non-digital apps contribute to our vibrant ecosystem delivering important information, value & services to users; they often invest via ads or other means into the Android enabled digital economy.

Developer businesses are **free to choose alternative** models

- Developers can charge their users outside of Play
- Developers can monetize via alternative means (eg. ads, other indirect monetization)



Google

More communication likely needed to address perception gap

Esp. value beyond billing & why digital goods are singled out

Android & Google Play [...] **gave rise to entirely new** digital-only businesses

[...] **infrastructure services** are **uniquely catering** to these apps (e.g., subscription platform, pre-reg / games support, buyer programs, etc.)

[...] **uniquely able** to ensure a safe, secure & trusted environment **when the entirety of their experience** happens on their **Android phone with Play Protect**

[...] businesses are **free to choose alternative** models

- [...] can charge their users outside of Play Protect
- [...] can choose alternative income streams (ads, other indirect monetization means)

Apps free to consumers, or not primarily enabled by digital experiences on mobile, contribute to our vibrant ecosystem by delivering incredible user value and invest via ads or other means into the Android enabled digital economy.

developers

Android Developers Blog

The latest Android and Google Play news for app and game developers.

Boosting developer success on Google Play

14 March 2023

Senior Doran, VP Product Management

At Google, we believe that sustainable businesses are a core part of Google Play's mission. We want to empower developers the way that we help them doing a new app off the ground and into what is not easy. To ensure a new range of support, from powerful marketing tools to help developers see their apps being used, to new monetization models like Play Protect, we're looking for new ways to give them an added boost.

Starting on July 1, 2023, we are reducing the revenue fee Google Play receives when a developer with higher growth is revenue as 15% for the first \$1M (\$500) of revenue every developer earns each year. With this change, 99% of developers globally that sell digital goods and services with Play will see a 50% reduction in fees. These fee funds then can help developers scale up at a critical phase of their growth by hiring more engineers, adding to their marketing staff, increasing server capacity, and more.

While these investments are most critical when developers are in the earlier stages of growth, reaching an app's first million is a game-changer for many developers — many have seen our partners making \$1M, \$5M and even \$10M a year that their revenue are still on a path to self-sustaining order. This is why we are making this reduced fee on the first \$1M of total revenue earned each year available to every Play developer, regardless of size. We believe this is a fair approach that aligns with Google's broader mission to help all developers succeed. We look forward to sharing full details in the coming months.

As a platform we do not succeed unless our partners succeed. Android and Google Play have always listened to our developer partners from around the world and we continue to take their input into account as we build and run the ecosystem. We look forward to seeing more businesses succeed on new heights on Android, and to further discussions with our developer community to find new ways to support them technically and economically as they build their businesses.



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More communication likely needed to address perception gap

Esp. value beyond billing & why digital goods are singled out

Android & Google Play [...] gave rise to entirely new digital-only businesses

[...] infrastructure for apps (e.g., subscription platform, app stores, etc.)
[...] uniquely positioned when the entirety of the phone with Play Protect

[...] businesses are free to choose alternative models

- [...] c Should we expand and publicize LDAP, ADAP, etc.?
- [...] c Should we start charging for specific deliverables?

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14 March 2023

Arun Srinivasan, VP Product Management

At Google, we believe that sustainable businesses are a core part of Google Play's mission. We want to ensure that developers can build and sustain their businesses on Google Play. To that end, we're introducing a new range of support, from powerful marketing tools to new ways to monetize your apps. We're also looking for new ways to give them an added boost.

Starting on July 1, 2023, we're reducing the revenue fee Google Play receives when a developer with digital goods is revenue as 15% for the first \$1M (\$500) of revenue every developer earns each year. With this change, 99% of developers globally that sell digital goods and services with Play will see a 50% reduction in fees. These fee funds then can help developers scale up at a critical phase of their growth by hiring more engineers, adding to their marketing staff, increasing server capacity, and more.

While these investments are most critical when developers are in the earlier stages of growth, reaching an app's first \$1M in revenue is a milestone that's worth celebrating. We're also looking for new ways to give them an added boost. This is why we are making this reduced fee on the first \$1M of total revenue earned each year available to every Play developer, regardless of size. We believe this is a fair approach that aligns with Google's broader mission to help all developers succeed. We look forward to sharing full details in the coming months.

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Need to move carefully to maximize probability of success

Types of actions possible

Behind the scene work (e.g. Spotify, ...)

- Does it prepare us well in case our hand is forced?

Informing public narrative (e.g. value beyond billing)

- Are we increasing or decreasing our options?
- Are we positively affecting public perception or “stirring the pot”?

Business model change (e.g. Runway, Billing optionality...)

- Too much too early vs. too little too late

Success = a thriving ecosystem

- Android app ecosystem is a safe and trusted place for users
- Quality developers (of any size) can thrive and innovate
- Overall pie is largest it can be and Google is adequately compensated for stewardship
- (Marginally) lower pressure for adversarial regulation

Google

What should we do that prepares us best yet doesn't accelerate the expected outcome we foresee

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Pressures on Play's Business Model

Google

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What's working well?

Developers

- Low barrier to entry and easy access to large user base
- Play's role is acknowledged in creating audiences for new freemium apps and games
- Play's investment in games (and digital content monetization)
- Accelerators that are margin aware

Users

- Frictionless discovery and download for freemium apps and games
- User trusted source of apps & games
- Frictionless payment and user protection on Google Play Billing transactions

Google

- Financially sustainable business and ability to invest in the platform

Google

Games
 Newer Freemium Games
 Apps
 Digital only freemium
 Margin aware accelerators
 Non-monetizing apps
 Strategy
 Play Margins

Play Business Model Reg/Leg pressure varies across markets			Draft WIP: Discussion only
Market	Sources	Principle(s) seeing pressure	Privileged - Confidential
EU	Digital Market Act (DMA) draft	Offer meaningful choices for developers. Alleged tying of core services (GPB) 1P / 3P: Self-preferencing 1P apps.	
India	CCI Investigation pending	Service fees align with value: Concerns that 30% is not sustainable for large or small developers	
Korea	Draft law that would ban exclusive billing; KFTC and KCC investigations pending	Enable innovation via small businesses / startups: Concern about small devs threatening 30% level and pricing fairness for consumers Offer meaningful choices for developers. Play Billing requirement	
Russia	RU FAS investigation pending	Service fees align with value: Legislation considered to cap app store commissions at 15%	
UK	Epic case against Google	Offer meaningful choices for developers: Epic's 'Dominance competition claim'	
US	Concerns from some state attorney generals, multiple developer & consumer class actions and Epic litigation	Offer meaningful choices for developers. Play Billing requirement 1P / 3P: 1st Party Preferencing. Service fees align with value: Questions around 30% rev share	
AU	ACCC app store market inquiry into potential competition and consumer issues	1P / 3P: 1st Party Preferencing Service fees align with value: Concerns on effect of fee structure on innovation	
JP	JP P2B law could require payments policy justification & likely additional scrutiny	Offer meaningful choices for developers. Play Billing requirement 1P / 3P: 1st Party Preferencing	Google

All regulatory activity preceded by developer agitation.

Key challenges to focus on ...

Principle(s) seeing pressure	Challenges to focus on
1P / 3P: <ul style="list-style-type: none"> Self-preferencing 1P apps. 	<ul style="list-style-type: none"> Ensure 1Ps (inc. YT) on GPB, consistent treatment
Enable innovation via small businesses / startups: <ul style="list-style-type: none"> Concern about small devs threatening 30% level and pricing fairness for consumers 	<ul style="list-style-type: none"> Runway
Pricing / Value: <ul style="list-style-type: none"> Concerns that 30% is not sustainable for large or small developers 	<ul style="list-style-type: none"> Small / Med Devs - Runway Large Devs - Partially Solved (GVP/AVP) Apps / Low margin verticals - Partially solved Emerging markets - Partially Solved (Runway)
Offer meaningful choices for developers. <ul style="list-style-type: none"> Alleged tying of core services (GPB) Epic's 'Dominance competition claim', Coalition complaints 	<ul style="list-style-type: none"> Apps / Multiplatform - Unsolved Large Devs - TBD
Equitable: <ul style="list-style-type: none"> We only charge for digital goods 	<ul style="list-style-type: none"> GPB vs. Non-GPB - Unsolved
Future Strategy	<ul style="list-style-type: none"> Daily Destination





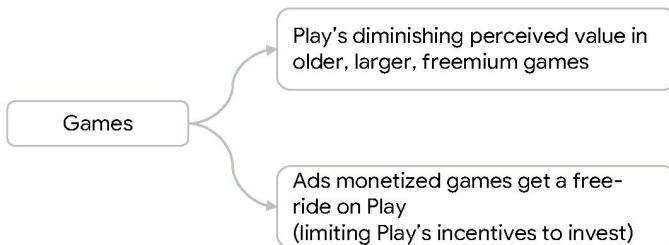
https://docs.google.com/presentation/d/1PkOwirGnZ8s2Y4C6eLyglMtCIykoLCQ0LBb9IqXl2z4/edit?ts=60c23f5c#slide=id.gdc062801df_0_4

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What's not working well for **Game Developers**

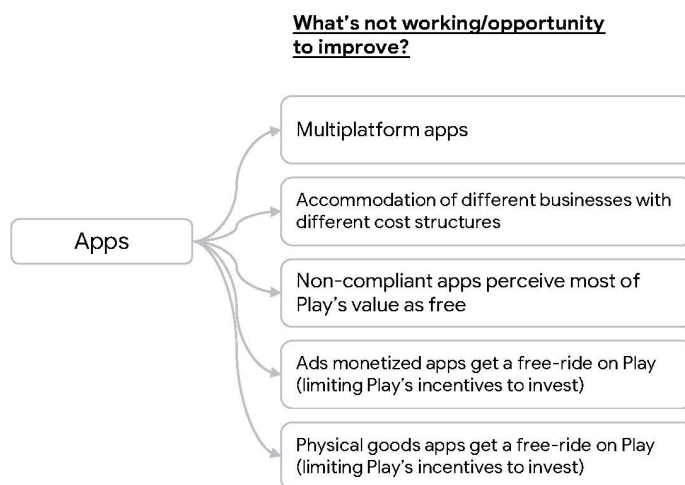
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**What's not
working/opportunity to
improve?**



Google

What's not working well for **App Developers**



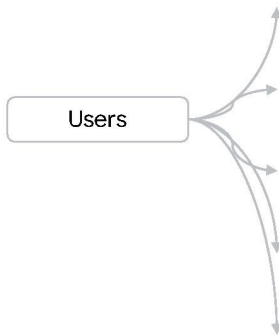
Google

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What's not working well for **users**

What's not working/opportunity to improve?



Google

Draft WIP: Discussion only

What's not working well for **Regulators**

Highly Confidential

What's not working/opportunity to improve?

```
graph LR; GP[Google Play] --> A1[ ]; GP --> A2[ ]; GP --> A3[ ]; GP --> A4[ ]; GP --> A5[ ]; A1 --> Q[What's not working/opportunity to improve?]; A2 --> Q; A3 --> Q; A4 --> Q; A5 --> Q;
```

Google

<https://docs.google.com/spreadsheets/d/17teuoQXYQw-akGvj8CyZrwiwznAsDrsz3VObs7MvxTA/edit#gid=0>

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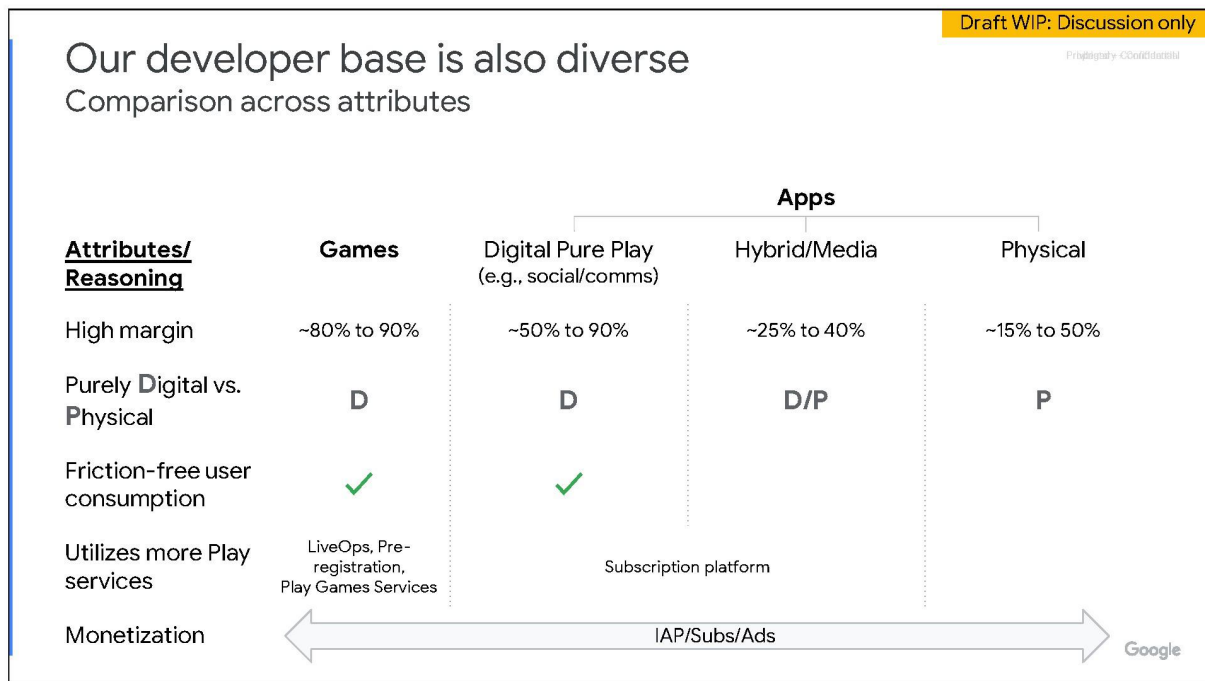
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What's not working well for **Google Play**

What's not working/opportunity to improve?



Google



Match, why does 1 charge 30%

Match vs. Uber

What about x-selling (e.g., Games start selling physical goods)

Education of Gaming industry

Have surface

What about Apps? Some apps look like games

Draft WIP: Discussion only

Our developer base have very different cost structures

Developer Examples

Gross profit as % of Revenue



Google

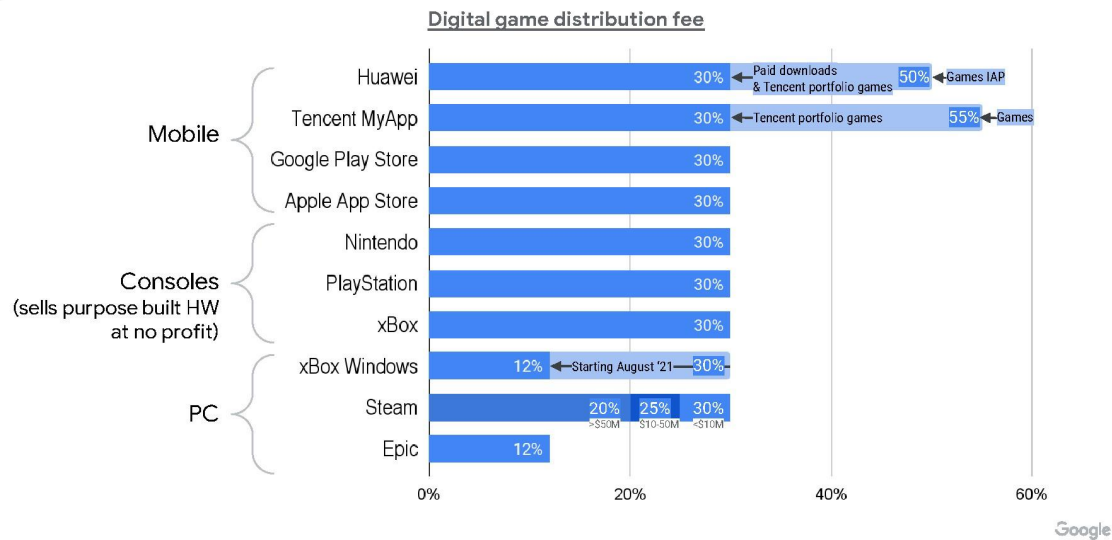
<https://docs.google.com/spreadsheets/d/1UB-WiV1MtwxhvBgytoKin04s8jsHBouYkYETTF8tw2c/edit?resourcekey=0-nevcFAY0Aft-2wQrf1ZsPg#gid=725603953>

we ran a simple scenario where we take into account fundamental economics, give choice/make it opt in, and everyone wins in the status quo... that's what it looks like

Draft WIP: Discussion only

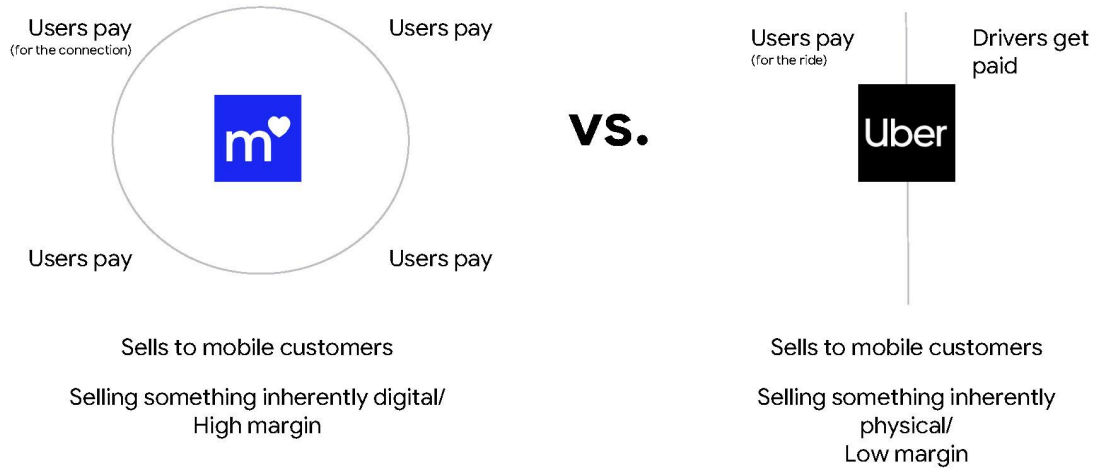
There is precedent to 30% in Games, and it's facing pressure

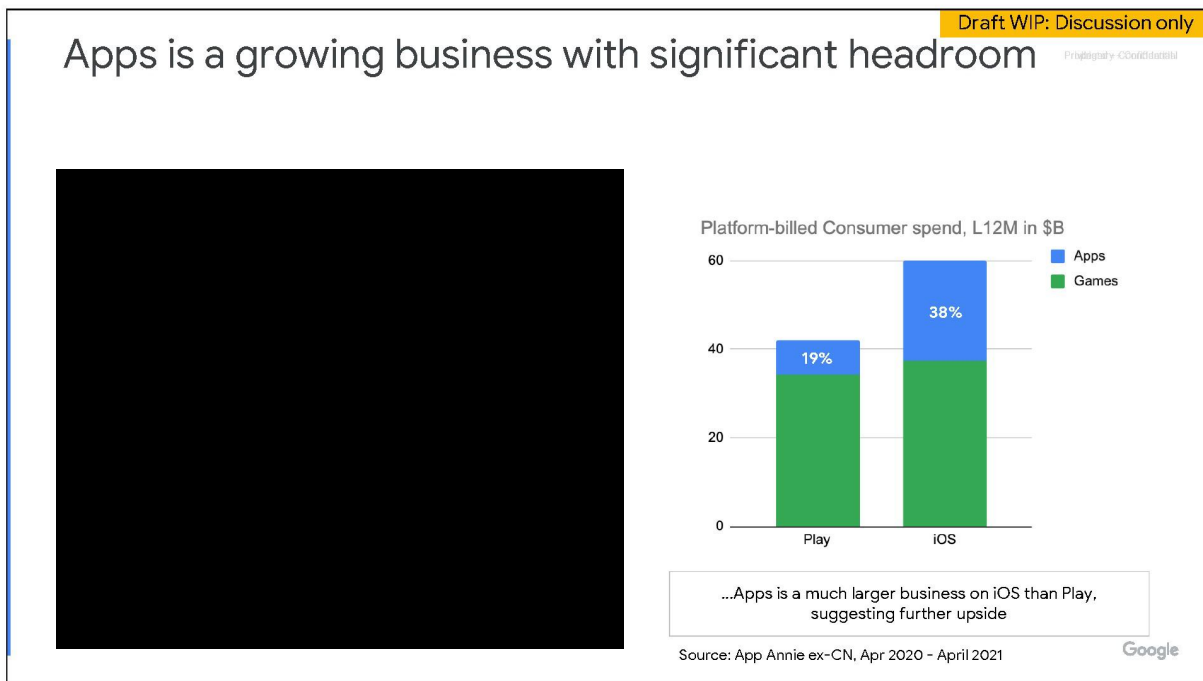
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Draft WIP: Discussion only

Both platforms participate in the mobile app ecosystem;
differences though merit different charging models





Match, why does 1 charge 30%

Match vs. Uber

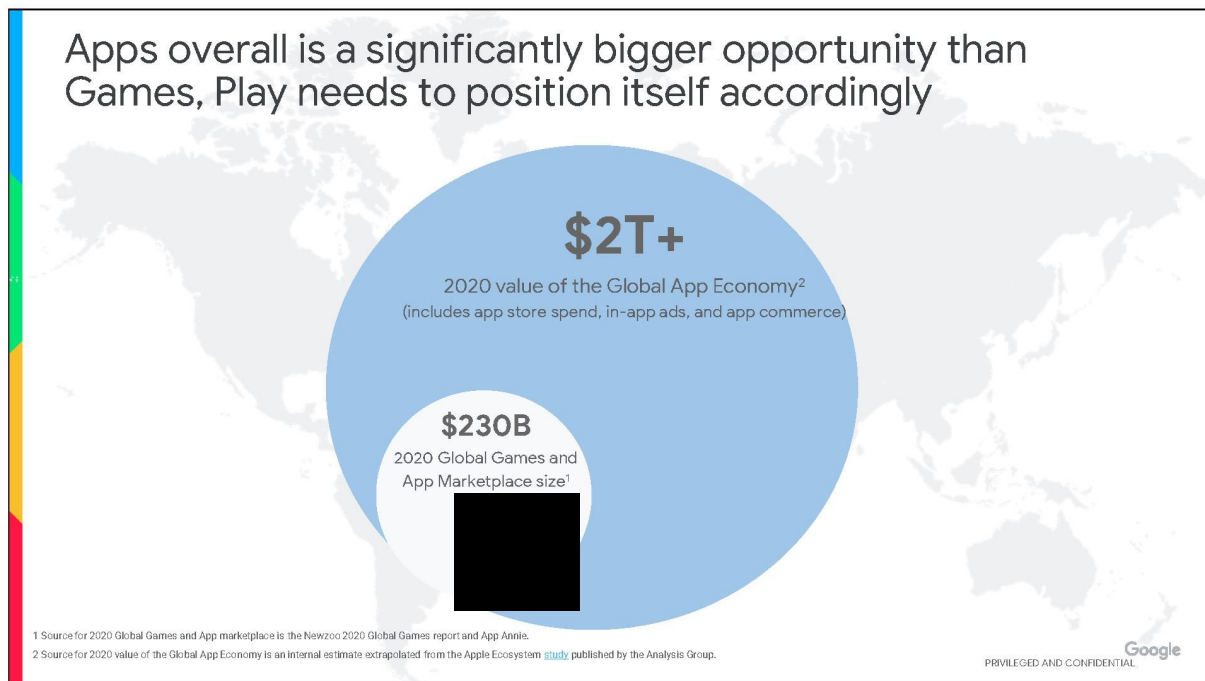
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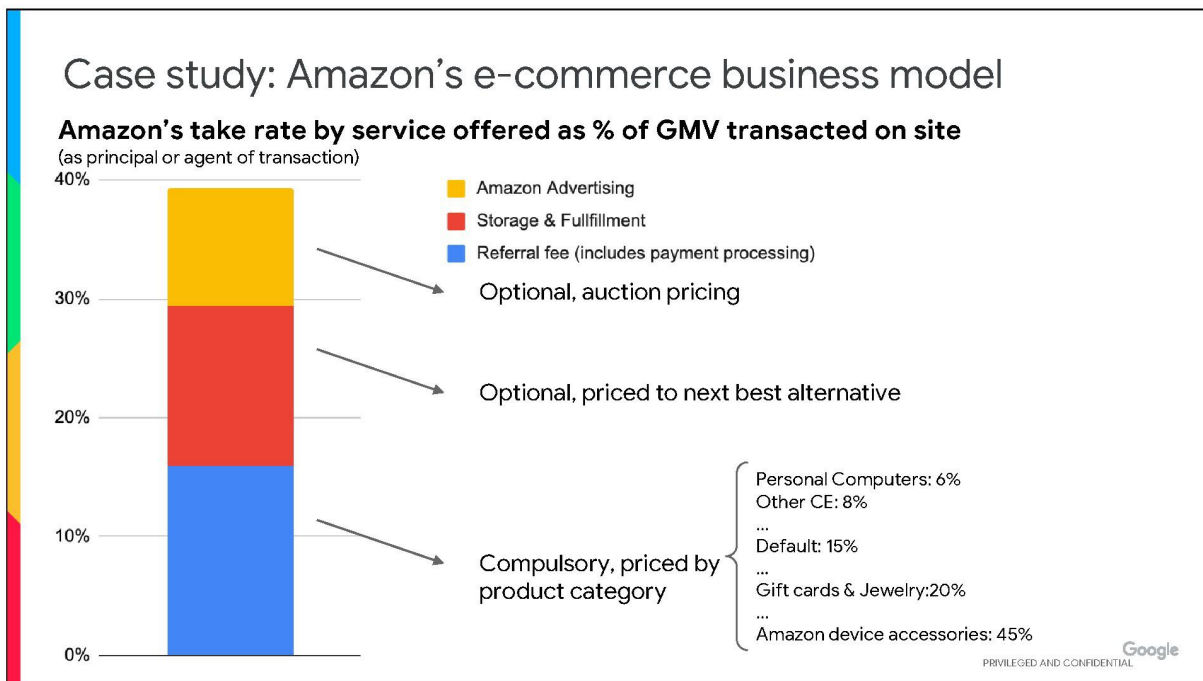
this shows the landscape we play in and that we have a lot of potential growth. doug would love me to point out...

Global Games Industry estimated to be \$170B in 2020 (all platforms, incl CN). Apps spending estimated to be \$50-\$60B from Sensor Tower estimates (source)

Industry Comps:

Cloud Services - The worldwide public cloud services market is forecast to grow 6.3% in 2020 to total \$257.9 billion, up from \$242.7 billion in 2019, according to Gartner, Inc. - Expected to grow to \$364B by 2022, 15% CAGR

Digital Advertising - Expected to grow from \$330B to \$500B by 2024, 12% CAGR (source: eMarketer forecast)



Antoine to add source

Costco's model

Membership fees represent 3/4 of Costco's profits

90M+ paying members (compulsory)

First priority is to get members to renew which means impressing them with excellent value

Self imposed rule: no item can be marked up more than 15%.

On average, they mark up 11% (vs. Walmart 24%, Target 35%)

4,000 SKUs per store (vs. Walmart superstore up to 130,000)

Kirkland Signature accounts for a quarter of its own sales

Membership fees sel selects affluent audience

Sources in speaker notes

Why CostCo is the anti Amazon

<https://thehustle.co/costco-membership-economics/>

<https://www.businessinsider.com/costco-better-than-amazon-why-2019-3>

<https://www.forbes.com/sites/panosmourdoukoutas/2019/07/27/costco-beats-amazon-and-walmart/#3ca53ff74db0>

<https://www.fool.com/investing/2019/05/13/should-amazon-be-worried-about-costco.aspx>

<https://www.fool.com/investing/2016/12/08/costco-the-anti-amazon-keeps-on-growing.aspx>

<https://edition.cnn.com/2018/09/14/business/costco-warehouse-kirkland-signature-amazon-retail/index.html>

<https://www.foxbusiness.com/markets/costco-the-anti-amazon-keeps-on-growing>

<https://www.supermarketnews.com/online-retail/paying-play-costco-and-amazon>

<https://www.cnn.com/2019/03/11/cramers-grocery-list-buy-amazon-and-costco-sell-kroger.html>

<https://www.costco.com/about.html>

<https://www.nytimes.com/2005/07/17/business/yourmoney/how-costco-became-the-antiwalmart.html>

<https://www.scribd.com/article/333080431/The-Magic-In-The-Warehouse>

<http://investor.costco.com/static-files/05c62fe6-6c09-4e16-8d8b-5e456e5a0f7e>

<https://www.wsj.com/articles/how-kirkland-signature-became-one-of-costcos-biggest-success-stories-1505041202>

<https://www.fool.com/investing/2019/05/13/should-amazon-be-worried-about-costco.aspx>

<https://www.fool.com/investing/2016/12/08/costco-the-anti-amazon-keeps-on-growing.aspx>

<https://www.investopedia.com/stock-analysis/040915/3-reasons-costco-great-company-cost.aspx>

<https://www.dropbox.com/s/7hohqj3rl2uv43p/COSTCO%20Deck.pdf?dl=0>

Costco gas photo by Mike Mozart <https://www.flickr.com/photos/jeepersmedia/15948832920> using

<https://creativecommons.org/licenses/by/2.0/>

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A Segmented Approach

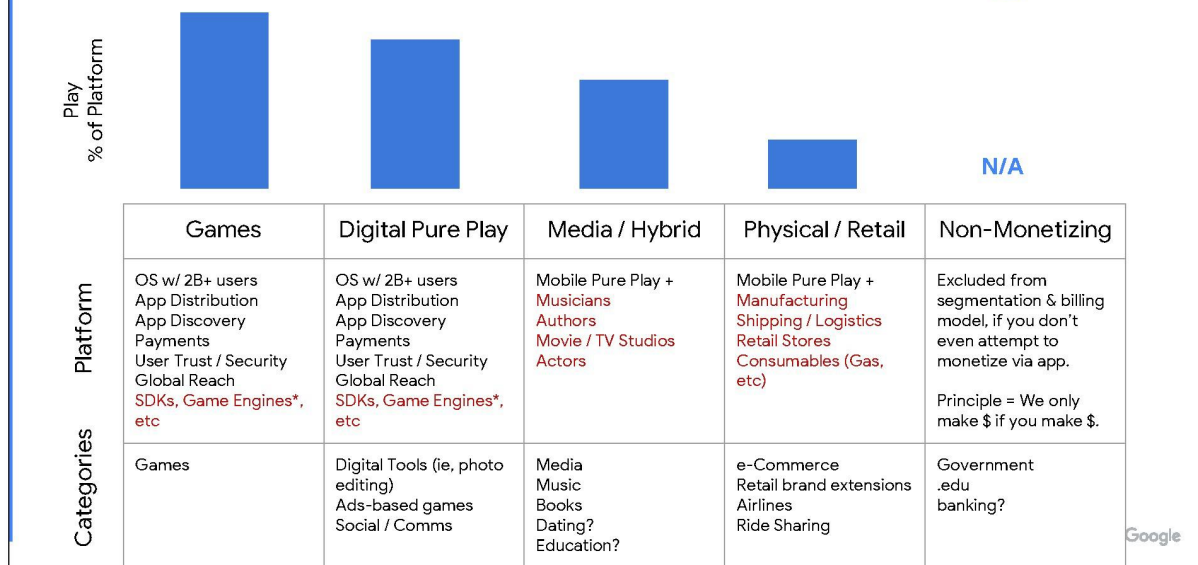


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Possible segmentation of our business



Google

Notes:

Appx cost of [REDACTED] in first year of program operation, assuming we start the "lifetime payout" meter one year before the program commences. Note this estimate does not yet include any changes to developer behavior as a result of the new pricing, which could be very significant. See summary of options slide for more comprehensive financial notes.

Pro/Cons of segmenting Games

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Pros	Cons
<ul style="list-style-type: none"> ● Games already treated separately (e.g., Games Home and Play Games App) from user's perspective ● Play has already invested in Games and built specific features (e.g., LiveOps, Pre-reg) ● Well established vertical with its own industry ● May lead to better user experience and protection ● Provides a degree of separation from pressures/agitation in Apps 	<ul style="list-style-type: none"> ● Definition of Games is not straightforward (e.g., Roblox) ● May not be future-proof ● Adds complexity

Google

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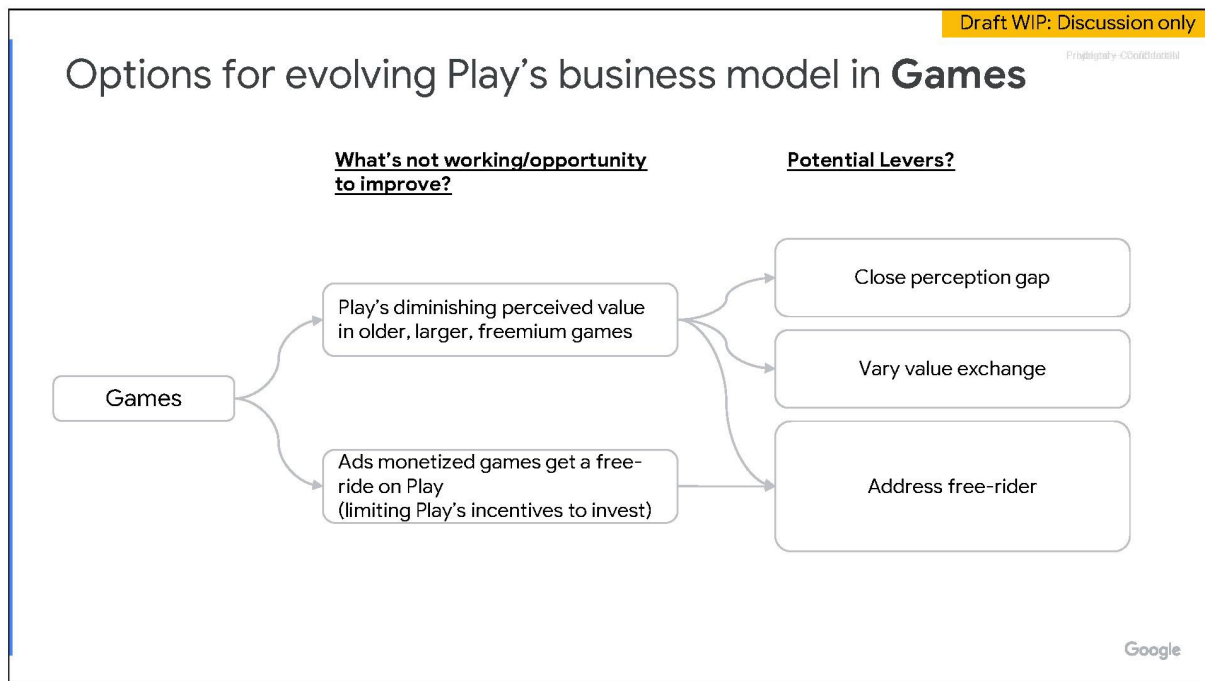
Have surface

What about Apps? Some apps look like games

Games already treated separately

User protection

So what?

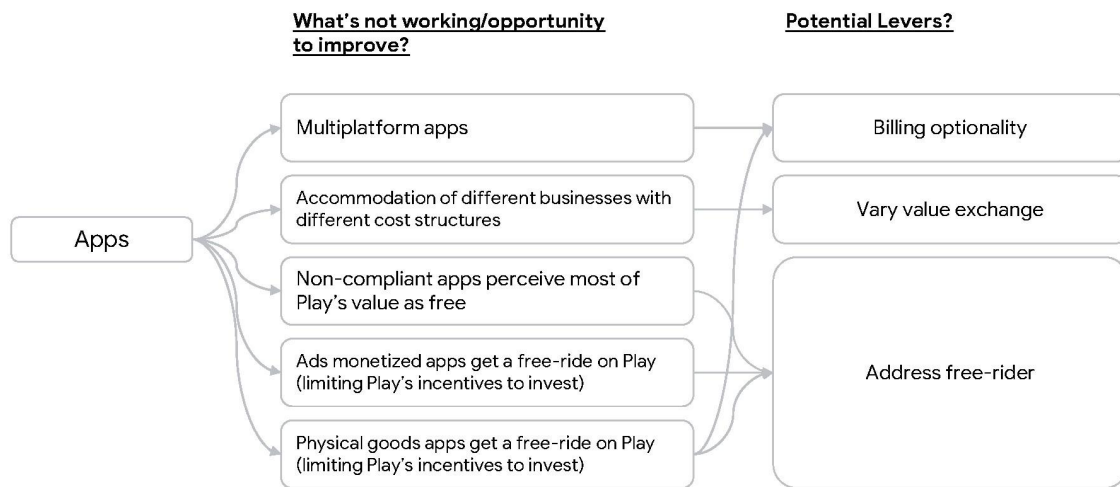


Price
 Tenured buyer discount
 Regressive revshare
 Product
 Shift store from discovery to engagement/retention
 15% back to user retention program
 Optionality
 Games package optionality (liveOps)

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Options for evolving Play's business model in **Apps**

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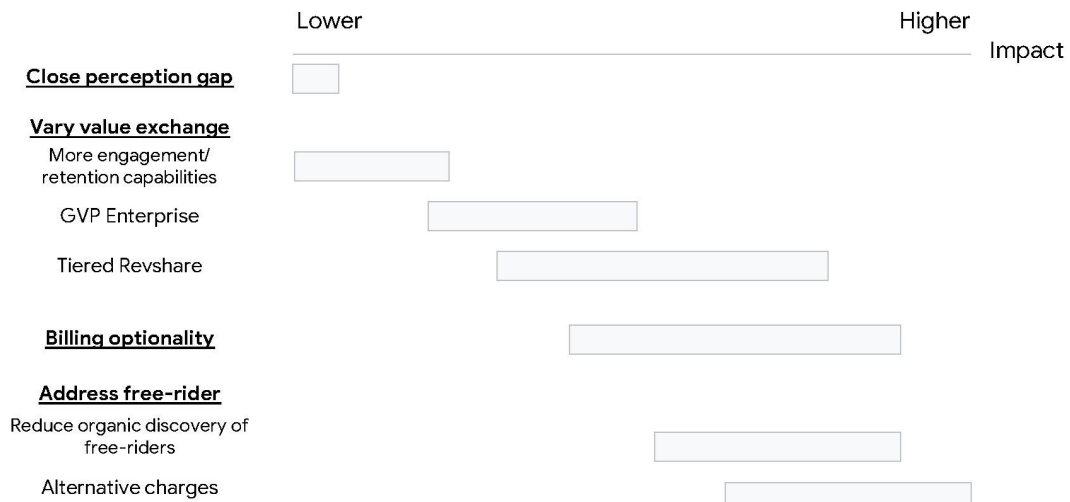
Google

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Potential levers have varying degrees of impact





Google

Levers 1 & 2 analysis

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<u>Develop more engagement/retention capabilities</u>	<u>Make private programs (GVP) public (+ other offerings)</u>
	
<p>Objective partnership criteria/guidelines Scaled program operations</p>	
<ul style="list-style-type: none"> + Aligns with Google Play's long term strategy (Daily Destination) - Value may not be fully recognized or transparent - Utilization and value created not uniform across developers - Not really a business model change 	<ul style="list-style-type: none"> + Targets the games developers that are large, older and retaining buyers + Proven to be a "better way to write a check"; Drives other businesses across Google + Effective to-date. 20/21 (22?) devs signed. - Not all developers on board. - ROI could decrease if public due to less targeting & clearer rate cards. - Fairness concerns from the middle class - Large operational overhead. Deals negotiations and xPA alignment is a heavy lift - Could have competition concerns. Particularly if GCP grows

Google

Price

Tenured buyer discount

Regressive revshare

Product

Shift store from discovery to engagement/retention

15% back to user retention program

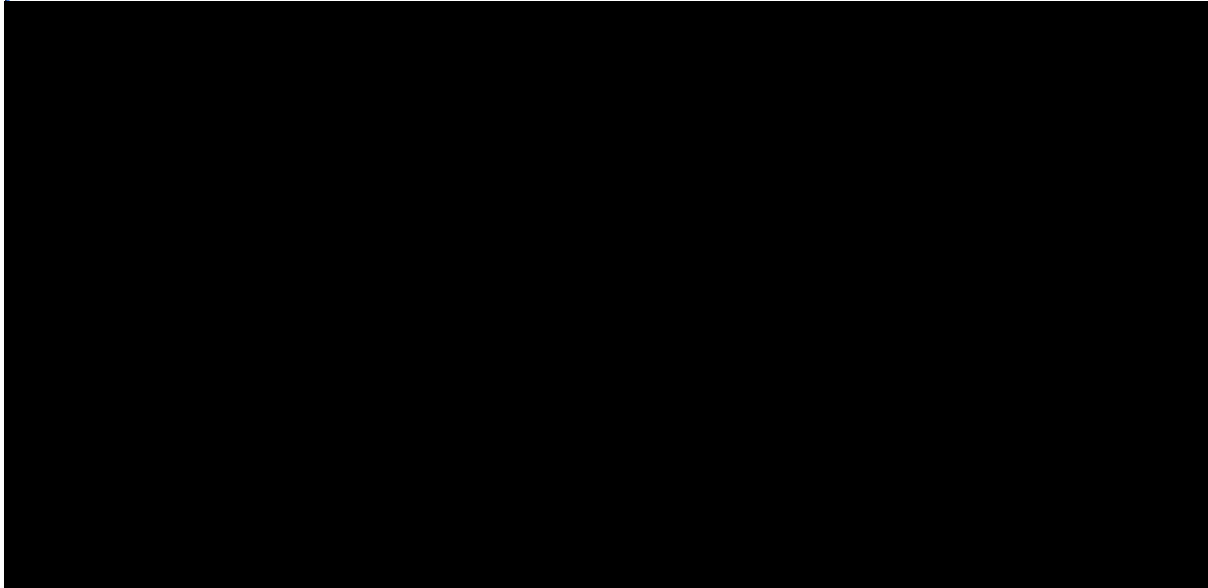
Optionality

Games package optionality (liveOps)

Lever 3 - Tiered Revshare - 4 dimensions

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<https://support.google.com/playdevops/answer/7676661?hl=en>
60 day period starts whenever they initiate the subs, or the pause, or the cancel

Levers 5 & 6 analysis

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Reduce organic discovery of free-riders

- + Reinforces that discovery value is not free
- + Allows promotion of other Game developers that do pay into the ecosystem
- + Boosts ads business

- Could create new agitation among ads-based developers that relied on organic discovery
- May promote 3P stores as impacted developers seek discovery elsewhere
- There isn't a clear separation between games that are ads-based vs. have in-app/subs (*mitigated w/ ASPPU threshold or ranking mechanism that credits revshare*)

Alternative charges

- + Likely most impactful in addressing core game issues **if coupled with rev share decrease**

- Risk of strong adverse reactions and impact

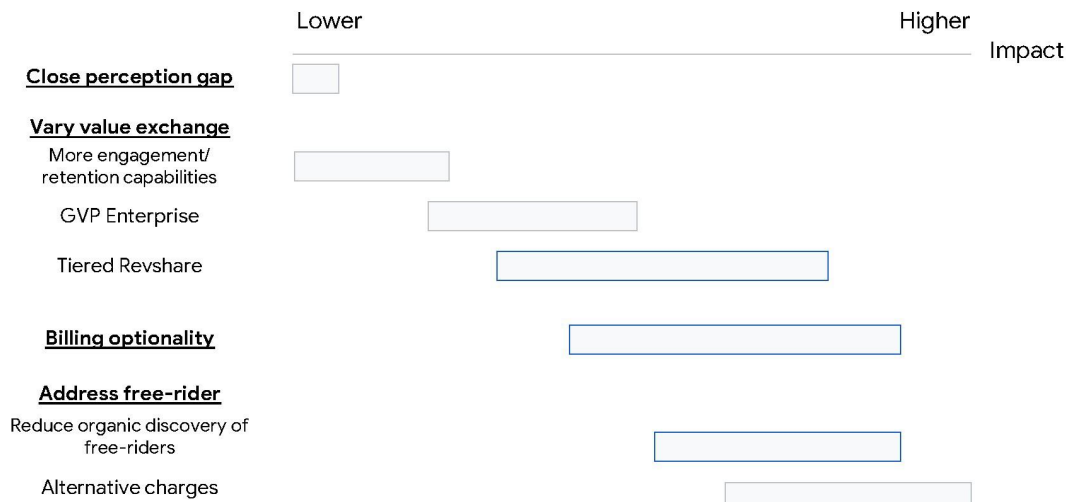
Could explore further if Levers 1 to 4 are insufficient

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Potential levers have varying degrees of impact



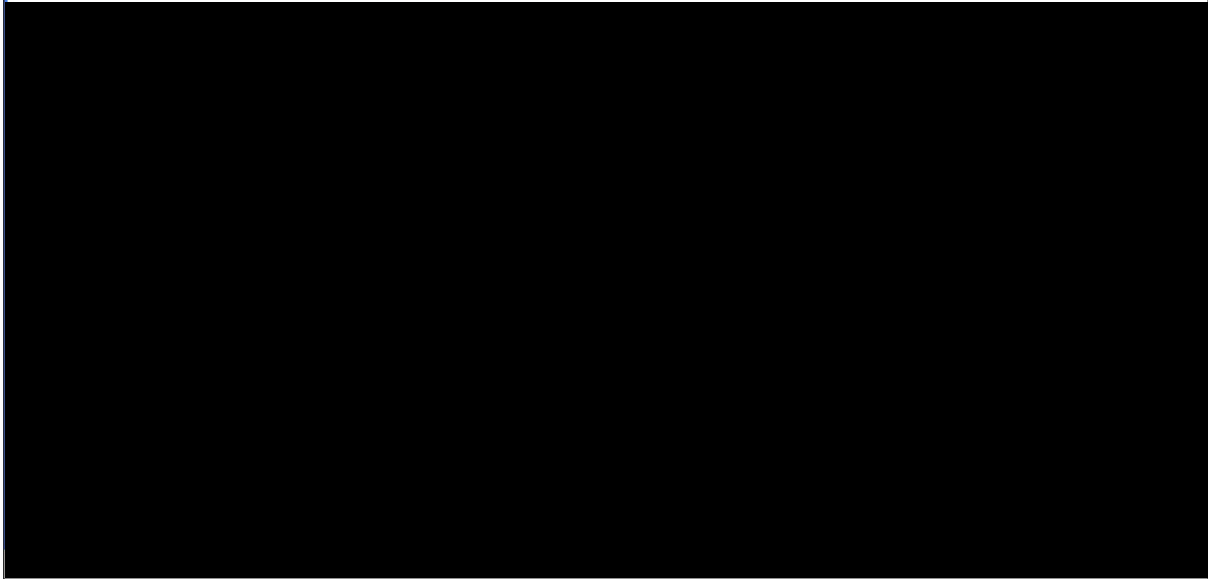
Google

Segmented Hybrid All-Inclusive + Billing Optionality
(Updated with Games segment)

Draft WIP: Discussion only

Optional

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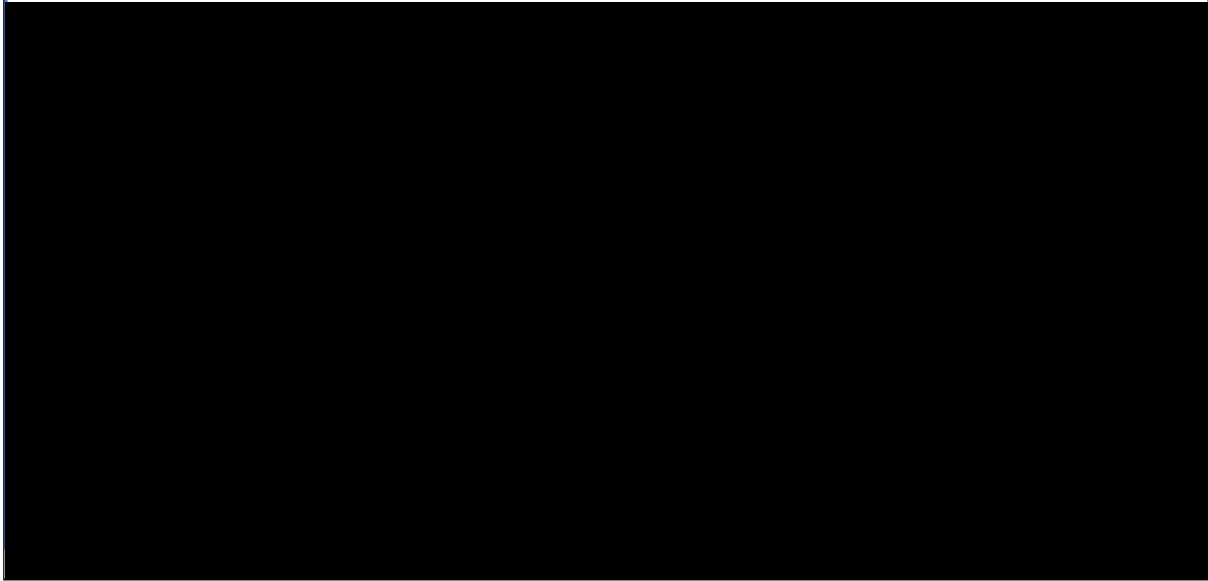


Segmented Hybrid All-Inclusive + Billing Optionality
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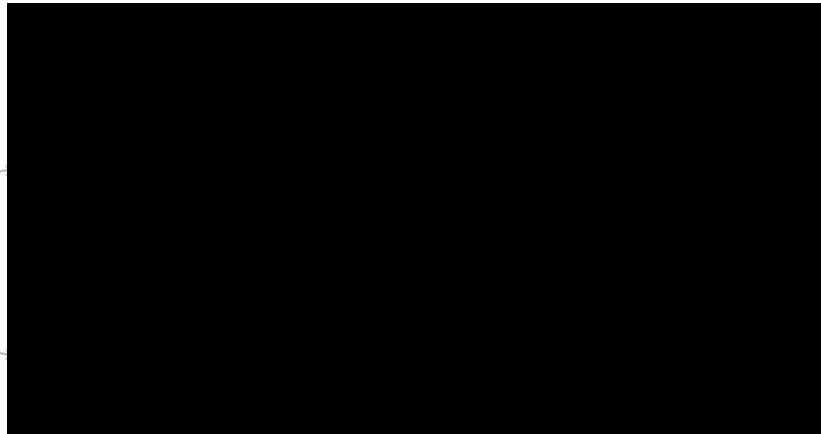


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Scenario with opt-in choice for physical goods apps

amazon
(shopping)



Google

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Tenured Buyer Incentive

Google

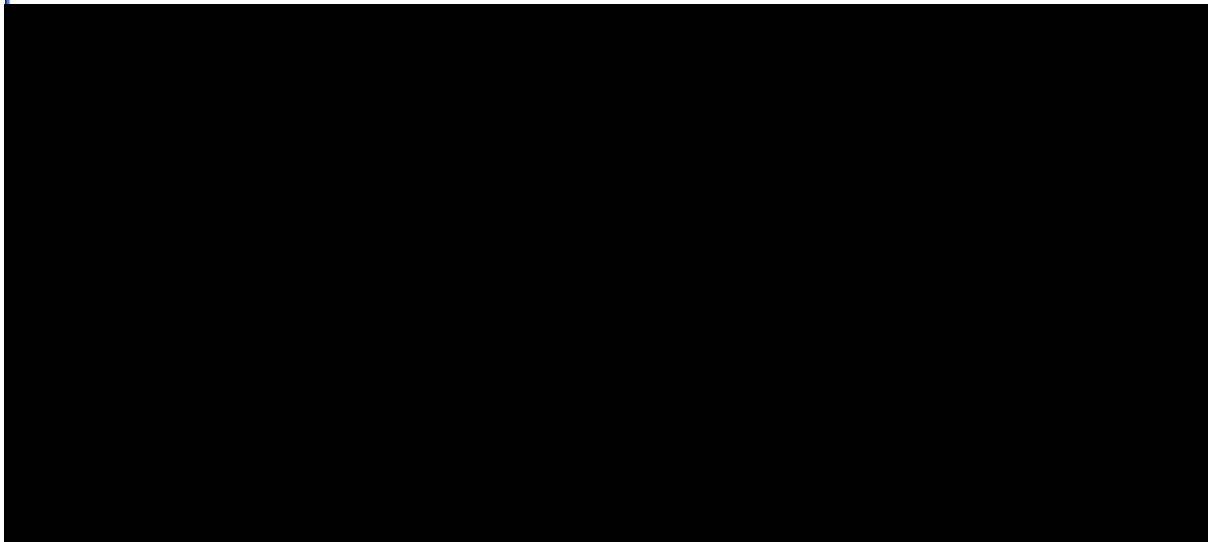
Tenured Buyer Incentive Layout

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General Layout

Based on Subscription model



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Tenured Buyer Incentive Layout: Sensitivities (Backup)

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Tenured Buyer Incentive Layout: Sensitivities (Backup)

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Tenured buyer incentive: revenue impact at **steady**
state, updated with buyer churn reset

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Other benefits of Tenured Buyer Incentive

- **Breaks 30% in perpetuity narrative**
- Rewards developers engaging repeat buyers
 - Encourages developers to partner with Android to create platform stickiness
 - Discourages off-Play solutions; incentivizes consolidating spend on Play
- Potential overall spend uplift from increased buyer stickiness (*see [next slide](#)*)
- Differentiation if Apple does not match

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██████████ spend uplift from increased stickiness would
offset cost of investment

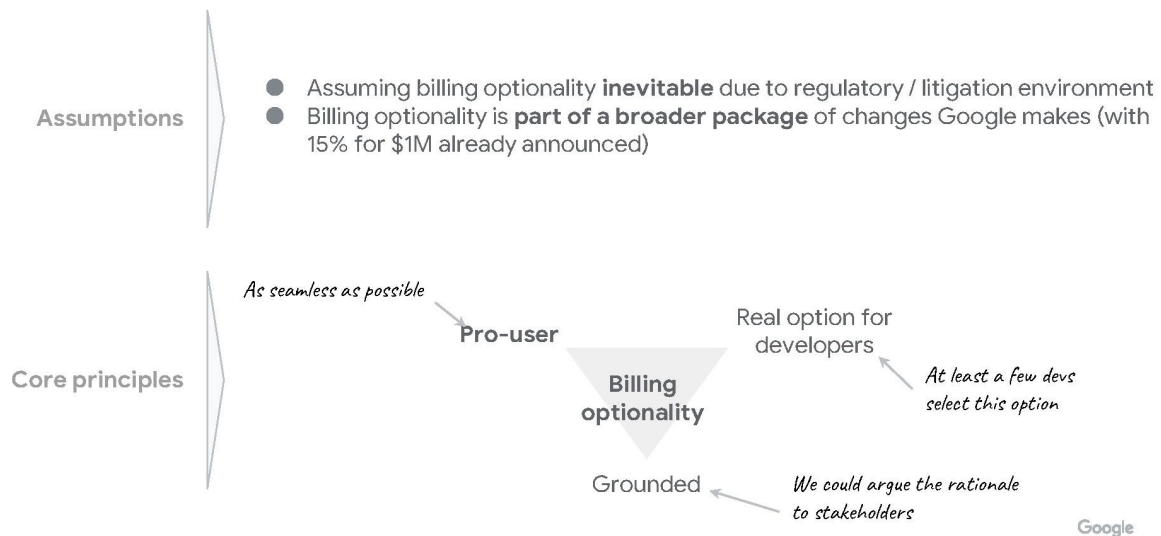


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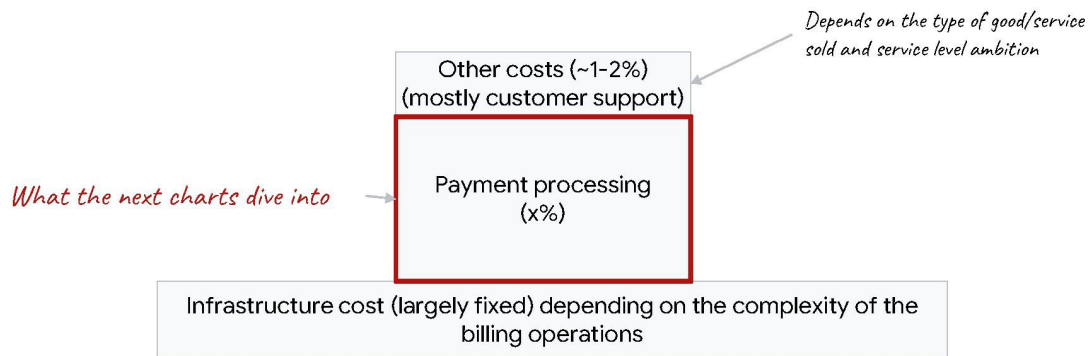
Billing Optionality



Billing optionality - Context reminder



3 cost components to assess total cost of handling payment processing



Payment processing providers like Stripe differentiate their offering so that this cost is as limited as possible (e.g. a fraction of 1 headcount).

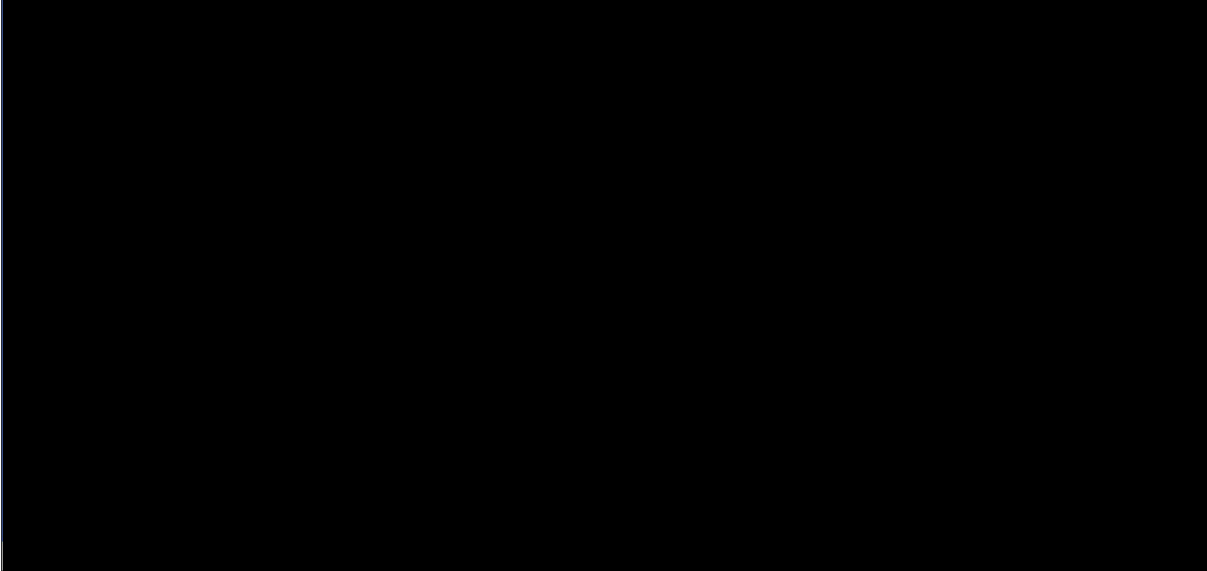
Companies like Spotify employ xx FTEs on this

Companies like Google employ xxx FTEs on this

Google

Draft WIP: Discussion only

Current blended market rates for payment processing have
spread from lowest to highest (exc. DCB & GC)



What a regionalized pricing of billing optionality would look like; (charged on the user market location)

Marginal cost transfer from payment processing

BR MX RU ID IN*	
US JP KR Other Mature Other Developing	
Developed Europe	

*An additional -X% if dev implements an expensive
FOP like DCB?*

Priced at margin of payment processing cost,
reflective of market differences observed today

Replacement value would add another 1 or 2 pts.

Given limited financial arbitrage opportunity, would
expect

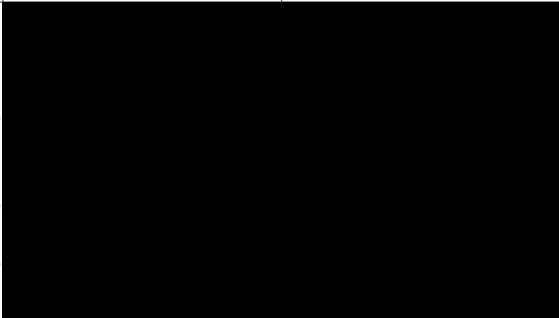

- Candidates likely to be **small number** of **large multi-platform** developers
- Candidates more likely to already **have their own billing capability/platform**
- Option for developers looking to optimize end-to-end user flows / valuing end-to-end relationship with their users


* Note: India's cost of payment processing is comparable to developed Europe, but India would be awarded a cost transfer aligned to rest of BRIIM, effectively granting developers targeting India market an extra 2% margin transfer

Google

Draft WIP: Discussion only

Billing optionality 'discount' would apply across various revshare agreements

	<u>on Google Play Billing</u>	<u>on Partner Billing</u> (-2.5% to -5%) ¹
In-app purchases		
Subscriptions		
LRAP/ADAP/BCAP		
LRAP++		

¹Rate includes Google's cost of processing payments by market and customer support 

Google

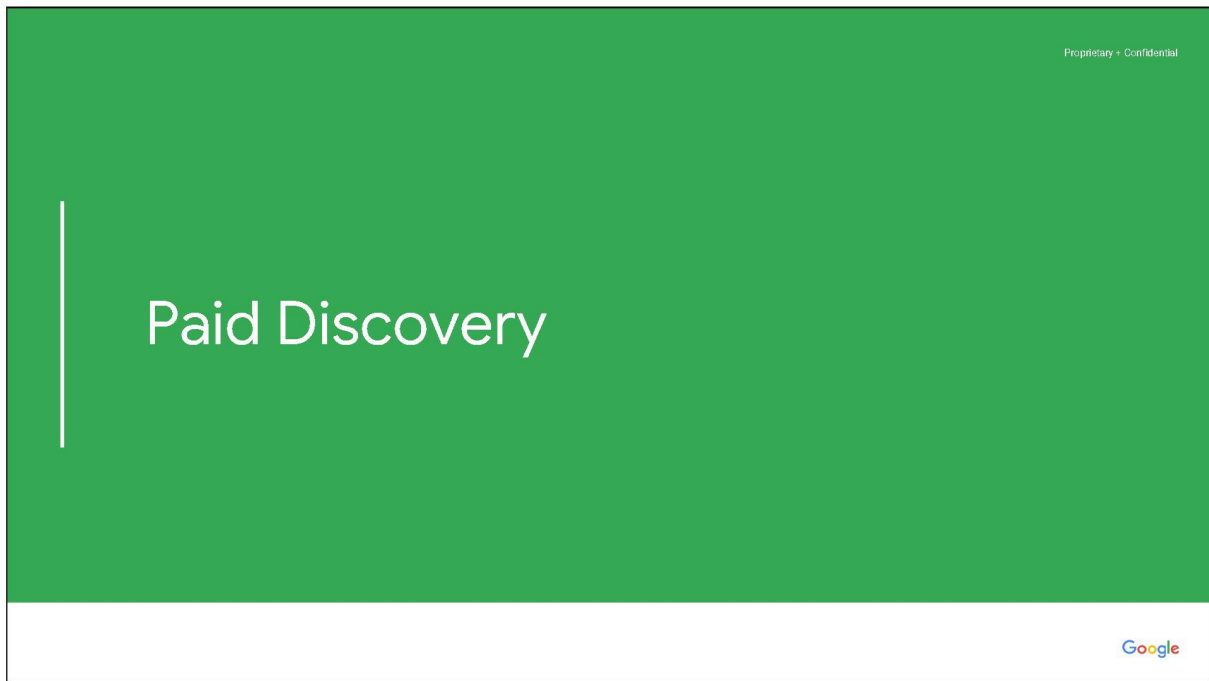
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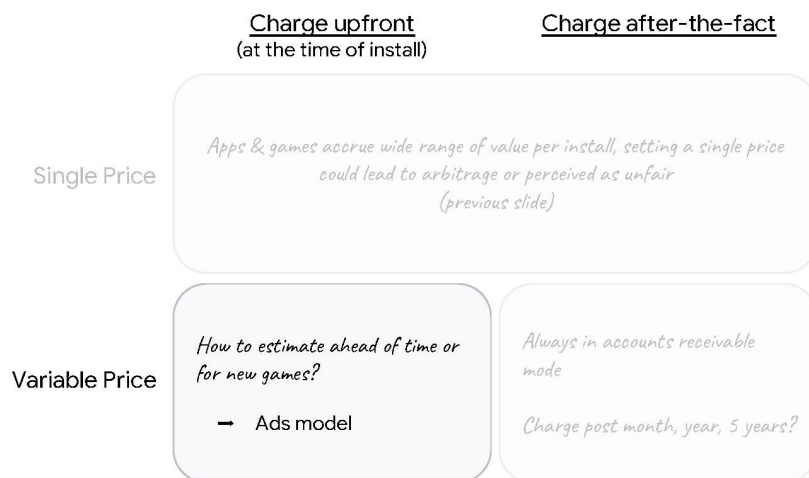
Which developers would choose optionality - Early assessment

Category	Dev name	\$ at risk (annualized revenue)
Developers with access to FOPs not covered by Play	?	
Large multi-platform devs running businesses with thin margins	Sling TV, Spotify	
Large multi-platform devs running high margin businesses	Tencent	

Google



Limitations on charging by installs



To generate [REDACTED] to [REDACTED] in paid discovery
without cannibalization, need to believe...

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3

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